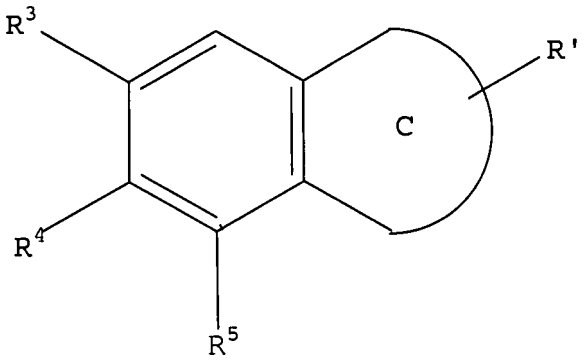
Listing of the Claims

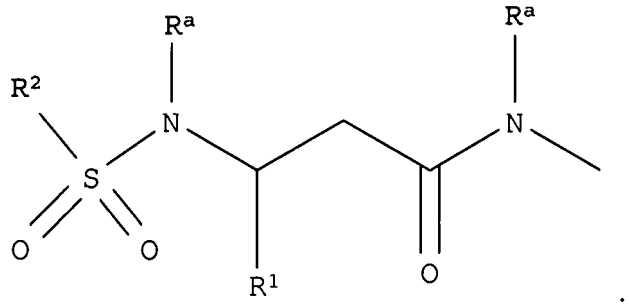
1-13. (Canceled).

14. (Currently Amended) A compound of formula II'



II'

wherein the C ring is a 4- to 7- membered saturated carbocyclic ~~or heterocyclic~~ moiety;
wherein R' is



;

wherein R^1 is selected from cycloalkyl, aryl, heteroaryl and heterocyclyl selected from thienyl, imidazolyl and benzofused heteroaryl, each of which is optionally substituted with one to five groups independently selected from halo, $-NH_2$, -OH, -CN, $-CF_3$, $(C_1\text{-}C_6)$alkylamino, halo$(C_1\text{-}C_6)$alkyl, oxo, $(C_1\text{-}C_6)$alkoxy, haloalkoxy, $(C_1\text{-}C_6)$alkoxy$(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkyl, $(C_2\text{-}C_6)$alkenyl, $(C_2\text{-}C_6)$alkynyl, di$(C_1\text{-}C_6)$alkylamino, $-C(O)R^8$, $-COOR^8$, $-C(O)NR^8R^{8'}$, and $-NR^8C(O)R^{8'}$, and

(C_1-C_6)alkyl, aryl, heteroaryl, cycloalkyl and heterocyclyl, each of which is optionally substituted with one to three groups independently selected from halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, halo(C_1-C_6)alkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, and -$NR^8C(O)R^{8'}$;

wherein R^2 is selected from arylalkenyl, aryl, and heterocyclyl, wherein R^2 is optionally substituted with one to five groups independently selected from halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, oxo, (C_1-C_6)alkoxy, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, -$NR^8C(O)R^{8'}$, and

(C_1-C_6)alkyl, aryl, heteroaryl, cycloalkyl or heterocyclyl, each of which is optionally substituted with one to three groups independently selected from halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, halo(C_1-C_6)alkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, and -$NR^8C(O)R^{8'}$;

wherein R^a is independently selected from H and C_{1-4}-alkyl, or

aryl optionally substituted with one to three groups selected from halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, halo(C_1-C_6)alkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, and -$NR^8C(O)R^{8'}$;

wherein R^3, R^4 and R^5 are the same or different and represent H, halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, oxo, (C_1-C_6)alkoxy, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, -$NR^8C(O)R^{8'}$, a basic moiety, or

(C_1-C_2)alkyl, aryl, heteroaryl, cycloalkyl or heterocyclyl, each of which is optionally substituted with one to three groups independently selected from halo, -NH_2, -OH, -CN, -CF_3, (C_1-C_6)alkylamino, halo(C_1-C_6)alkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, -$C(O)R^8$, -$COOR^8$, -$C(O)NR^8R^{8'}$, and -$NR^8C(O)R^{8'}$; and

wherein R^8 and $R^{8'}$ independently are selected from H, and

lower alkyl, aryl and heteroaryl, each of which is optionally substituted with one, two or three groups independently selected from lower alkyl, halogen, lower alkoxy, hydroxy, amino, mono- or dialkylamino, and trifluoromethyl;

provided at least one of R^3, R^4 and R^5 is a basic moiety;

and pharmaceutically acceptable derivatives thereof.

15. (Original) The compound of Claim 14 wherein R^3 and R^5 are H; and wherein R^4 is selected from $-NH_2$, aminomethyl, aminoethyl, aminopropyl, isopropylaminomethyl, *t*-butylaminomethyl, *iso*-butylaminomethyl, 1-methylpropylaminomethyl, 2-methylbutylaminomethyl, 2,2'-dimethylpropylamnomethyl, 2,2',3-trimethylpropylaminomethyl, allyl-aminomethyl, isopropylaminopropyl, 1-(isobutylamino)ethyl, 1-(isopropylamino)-1-methylethyl, N-isopropyl-N-ethylaminomethyl, N-isopropyl-N-methylaminomethyl, N-*t*-butyl-N-methylaminomethyl, N-*iso*-butyl-N-methylaminomethyl, N-*t*-butyl-N-ethylaminomethyl, N-isobutyl-N-methylaminomethyl, N-*t*-butyl-N-isopropylylaminomethyl, N,N-di(isopropyl)aminomethyl, N,N-dimethylaminomethyl, N,N-diethylaminomethyl, N,N-di(*t*-butyl)-aminomethyl, N,N-di(allyl)-aminomethyl, cyclopropylaminomethyl, 1-(cyclopropylamino)ethyl, cyclobutylaminomethyl, 2-(cyclobutylamino)ethyl, 1-(cyclobutylamino)ethyl, cyclopentylaminomethyl, 1-cyclopentylaminoethyl, cyclopropylmethylaminomethyl, hydroxyethylamino-allyl, isopropylamino-allyl, *t*-butylamino-allyl, cyclopropylmethylamino-allyl, piperidin-1-yl-allyl, pyrrolidin-1-yl-allyl, azetidin-1-yl-allyl, 3-hydroxypyrrolidin-1-yl-allyl, aminocarbonylethylaminomethyl, methoxyethylaminomethyl, 1-(methoxyethylamino)ethyl, 1-piperidinylmethyl, 2-(piperidin-1-yl)ethyl, 3,4-dihydropiperidin-1-ylmethyl, 4-fluoropiperidinylmethyl, 4,4'-difluoropiperidinylmethyl, 4-(piperidin-1-yl)piperidinylmethyl, 3-aminocarbonylpiperidin-1-ylmethyl, 4-(dimethylamino)piperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, 3,3-dimethylpiperidin-1-ylmethyl, piperidin-1-yl-2-methylethyl, 3-hydroxypiperidin-1-yl, 4-morpholinylmethyl, 4-morpholinylethyl, 1-pyrrolidinylmethyl, 2-methylpyrrolidin-1-ylmethyl, 1-(methylpyrrolidin-1-yl)ethyl, 2,5-dimethylpyrrolidin-1-ylmethyl, 1-azetidinylmethyl, 7-aza-bicyclo[2.2.1]heptyl, piperazin-1-ylmethyl, 4-methylpiperazin-1-ylmethyl, and 1-pyrrolidinylethylaminomethyl;

and pharmaceutically acceptable derivatives thereof.

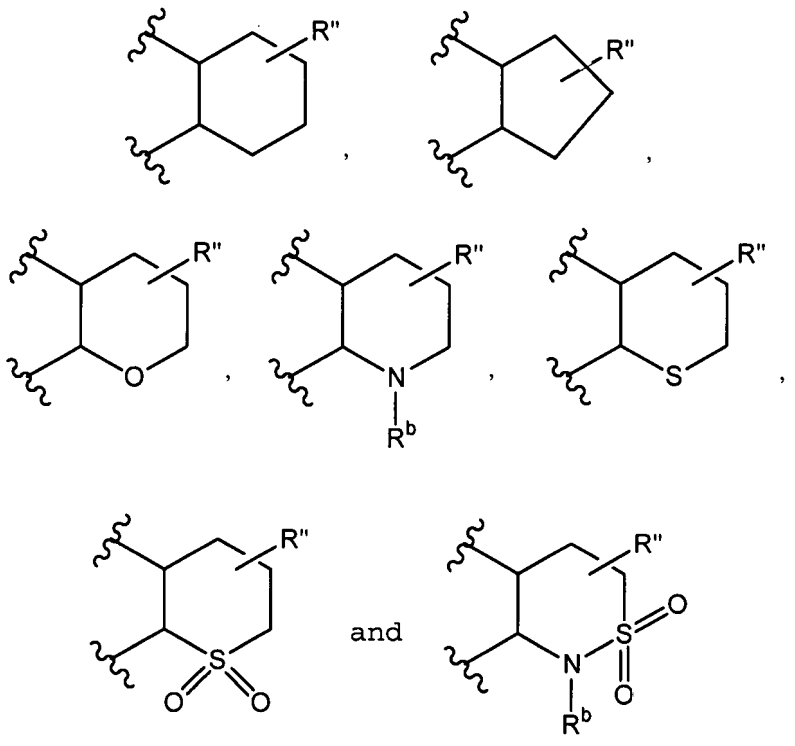
16. (Original) The compound of Claim 14 wherein R^4 and R^5 are H; and wherein R^3 is selected from $-NH_2$, aminomethyl, aminoethyl, aminopropyl, isopropylaminomethyl, *t*-butylaminomethyl, *iso*-butylaminomethyl, 1-methylpropylaminomethyl, 2-

methylbutylaminomethyl, 2,2'-dimethylpropylamnomethyl, 2,2',3-trimethylpropylaminomethyl, allyl-aminomethyl, isopropylaminopropyl, 1-(isobutylamino)ethyl, 1-(isopropylamino)-1-methylethyl, N-isopropyl-N-ethylaminomethyl, N-isopropyl-N-methylaminomethyl, N-*t*-butyl-N-methylaminomethyl, N-*iso*-butyl-N-methylaminomethyl, N-*t*-butyl-N-ethylaminomethyl, N-isobutyl-N-methylaminomethyl, N-*t*-butyl-N-isopropylylaminomethyl, N,N-di(isopropyl)aminomethyl, N,N-dimethylaminomethyl, N,N-diethylaminomethyl, N,N-di(*t*-butyl)-aminomethyl, N,N-di(allyl)-aminomethyl, cyclopropylaminomethyl, 1-(cyclopropylamino)ethyl, cyclobutylaminomethyl, 2-(cyclobutylamino)ethyl, 1-(cyclobutylamino)ethyl, cyclopentylaminomethyl, 1-cyclopentylaminoethyl, cyclopropylmethylaminomethyl, hydroxyethylamino-allyl, isopropylamino-allyl, *t*-butylamino-allyl, cyclopropylmethylamino-allyl, piperidin-1-yl-allyl, pyrrolidin-1-yl-allyl, azetidin-1-yl-allyl, 3-hydroxypyrrolidin-1-yl-allyl, aminocarbonylethylaminomethyl, methoxyethylaminomethyl, 1-(methoxyethylamino)ethyl, 1-piperidinylmethyl, 2-(piperidin-1-yl)ethyl, 3,4-dihydropiperidin-1-ylmethyl, 4-fluoropiperidinylmethyl, 4,4'-difluoropiperidinylmethyl, 4-(piperidin-1-yl)piperidinylmethyl, 3-aminocarbonylpiperidin-1-ylmethyl, 4-(dimethylamino)piperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, 3,3-dimethylpiperidin-1-ylmethyl, piperidin-1-yl-2-methylethyl, 3-hydroxypiperidin-1-yl, 4-morpholinylmethyl, 4-morpholinylethyl, 1-pyrrolidinylmethyl, 2-methylpyrrolidin-1-ylmethyl, 1-(methylpyrrolidin-1-yl)ethyl, 2,5-dimethylpyrrolidin-1-ylmethyl, 1-azetidinylmethyl, 7-aza-bicyclo[2.2.1]heptyl, piperazin-1-ylmethyl, 4-methylpiperazin-1-ylmethyl, and 1-pyrrolidinylethylaminomethyl; and pharmaceutically acceptable derivatives thereof.

17. (Original) The compound of Claim 14 wherein R^3 and R^4 are H; and wherein R^5 is selected from $-NH_2$, aminomethyl, aminoethyl, aminopropyl, isopropylaminomethyl, *t*-butylaminomethyl, *iso*-butylaminomethyl, 1-methylpropylaminomethyl, 2-methylbutylaminomethyl, 2,2'-dimethylpropylamnomethyl, 2,2',3-trimethylpropylaminomethyl, allyl-aminomethyl, isopropylaminopropyl, 1-(isobutylamino)ethyl, 1-(isopropylamino)-1-methylethyl, N-isopropyl-N-ethylaminomethyl, N-isopropyl-N-methylaminomethyl, N-*t*-butyl-N-methylaminomethyl, N-*iso*-butyl-N-methylaminomethyl, N-*t*-butyl-N-ethylaminomethyl, N-isobutyl-N-methylaminomethyl, N-*t*-butyl-N-isopropylylaminomethyl, N,N-di(isopropyl)aminomethyl, N,N-dimethylaminomethyl, N,N-diethylaminomethyl, N,N-di(*t*-butyl)-aminomethyl, N,N-di(allyl)-aminomethyl, cyclopropylaminomethyl, 1-

(cyclopropylamino)ethyl, cyclobutylaminomethyl, 2-(cyclobutylamino)ethyl, 1-(cyclobutylamino)ethyl, cyclopentylaminomethyl, 1-cyclopentylaminoethyl, cyclopropylmethylaminomethyl, hydroxyethylamino-allyl, isopropylamino-allyl, *t*-butylamino-allyl, cyclopropylmethylamino-allyl, piperidin-1-yl-allyl, pyrrolidin-1-yl-allyl, azetidin-1-yl-allyl, 3-hydroxypyrrolidin-1-yl-allyl, aminocarbonylethylaminomethyl, methoxyethylaminomethyl, 1-(methoxyethylamino)ethyl, 1-piperidinylmethyl, 2-(piperidin-1-yl)ethyl, 3,4-dihydropiperidin-1-ylmethyl, 4-fluoropiperidinylmethyl, 4,4'-difluoropiperidinylmethyl, 4-(piperidin-1-yl)piperidinylmethyl, 3-aminocarbonylpiperidin-1-ylmethyl, 4-(dimethylamino)piperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, 3,3-dimethylpiperidin-1-ylmethyl, piperidin-1-yl-2-methylethyl, 3-hydroxypiperidin-1-yl, 4-morpholinylmethyl, 4-morpholinylethyl, 1-pyrrolidinylmethyl, 2-methylpyrrolidin-1-ylmethyl, 1-(methylpyrrolidin-1-yl)ethyl, 2,5-dimethylpyrrolidin-1-ylmethyl, 1-azetidinylmethyl, 7-aza-bicyclo[2.2.1]heptyl, piperazin-1-ylmethyl, 4-methylpiperazin-1-ylmethyl, and 1-pyrrolidinylethylaminomethyl; and pharmaceutically acceptable derivatives thereof.

18. (Original) The compound of Claim 14 wherein the C ring is selected from

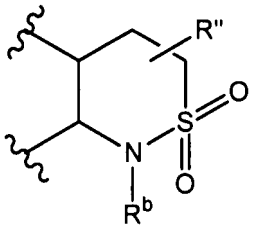


wherein R^b is independently selected from R', H and C_{1-2}-alkyl; and

wherein R'' is R' when R^b is hydrogen or C_{1-2}alkyl, or R'' is hydrogen when R^b is R'.

19. (Original) The compound of Claim 18 wherein

the C ring is



; and

wherein R^b is R'.

20. (Original) The compound of Claim 14

wherein R^1 is selected from cyclohexyl, phenyl, naphthyl, benzo[1,3]dioxolyl, 2,1,3-benzothiadiazol-5-yl, 2,1,3-benzoxadiazol-5-yl, benzothien-5-yl, 2,3-dihydro-benzo[1,4]dioxin-6-yl, benzofuranyl, tetrahydro-quinolinyl, tetrahydro-isoquinolinyl, dihydrobenzofuranyl, 1,3-thiazol-2-yl, furanyl, and thienyl; wherein R^1 is optionally substituted with one to five groups independently selected from halo, $-NH_2$, -OH, -CN, $-CF_3$, (C_1-C_6)alkylamino, haloalkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, $-C(O)R^8$, $-COOR^8$, $-C(O)NR^8R^{8'}$, and $-NR^8C(O)R^{8'}$, and

(C_1-C_6)alkyl, aryl, heteroaryl, cycloalkyl and heterocyclyl, each of which is optionally substituted with one to three groups independently selected from halo, $-NH_2$, -OH, -CN, $-CF_3$, (C_1-C_6)alkylamino, halo(C_1-C_6)alkyl, oxo, (C_1-C_6)alkoxy, (C_1-C_6)alkoxy(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, di(C_1-C_6)alkylamino, $-C(O)R^8$, $-COOR^8$, $-C(O)NR^8R^{8'}$, and $-NR^8C(O)R^{8'}$.

21. (Original) The compound of Claim 14

wherein R^2 is selected from phenyl-CH=CH-, tetrahydronaphthyl, naphtho[2.3-d]dioxol-6-yl, 1-benzofuran-2-yl, 2,1,3-benzoxadiazol-4-yl, 2,1,3-benzothiadiazol-4-yl, 1,3-benzothiazol-2-yl, 1H-pyrazol-4-yl, thien-2-yl, 5-isoxazolthien-2-yl, benzothien-2-yl, benzothien-3-yl, thieno[3,2-c]pyridin-2-yl, naphthyl, phenyl, 3-pyridinyl, tetrahydroisoquinolinyl, quinolinyl and isoquinolinyl; wherein R^2 is optionally substituted with one or more groups selected from halo, $-NH_2$, -OH, $-CO_2H$, (C_1-C_2)alkylamino, (C_1-C_2)alkoxy, (C_1-C_2)alkoxy-(C_1-C_2)alkyl, (C_1-C_2)alkyl, halo(C_1-C_2)alkyl, di(C_1-C_2)alkylamino, and phenyl.

22. (Original) The compound of Claim 14 wherein R^2 is selected from 2-naphthyl, 1-naphthyl, phenyl, 3-chlorophenyl, 4-chlorophenyl, 3,5-dichlorophenyl, 3,4-dichlorophenyl, 2,4,6-trichlorophenyl, 3-fluorophenyl, 3-methoxyphenyl, 4-methoxyphenyl, 3-biphenyl, 4'chlorophenyl-3-phenyl, 3-methylphenyl, 3-trifluoromethylphenyl, 2-chlorobenzothien-3-yl,and 3-pyridinyl; wherein R^2 is optionally substituted with one or more groups selected from halo, $-NH_2$, -OH, $-CO_2H$, (C_1-C_2)alkylamino, (C_1-C_2)alkoxy, (C_1-C_2)alkoxy-(C_1-C_2)alkyl, (C_1-C_2)alkyl, halo(C_1-C_2)alkyl, di(C_1-C_2)alkylamino, and phenyl.

23. (Currently Amended) ~~Compound~~ The compound of Claim 14 wherein R^a is H.

24. (Currently Amended) ~~Compound~~ The compound of Claim 14 wherein R^2 is 2-naphthyl.

25. (Currently Amended) ~~Compound~~ The compound of Claim 14 wherein R^2 is 3,4-dichlorophenyl.

26. (Currently Amended) ~~Compound~~ The compound of Claim 14 wherein R^2 is 3-trifluoromethylphenyl.

27. (Currently Amended) ~~Compound~~ The compound of Claim 14 and/or pharmaceutically acceptable derivatives thereof selected from

3-(Naphthalen-2-ylsulfonylamino)-3-phenyl-N-(7-piperidin-1-ylmethyl-chroman-4-yl)-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-phenyl-N-(7-piperidin-1-ylmethyl-chroman-4-yl)-propionamide;

3-(Naphthalen-2-yl-sulfonylamino)-3-phenyl-N-(5-piperidin-1-ylmethyl-indan-1-yl)-propionamide;

3-(Naphthalen-2-yl-sulfonylamino)-3-phenyl-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-propionamide;

(3S)-N-((1R)-6-(((1,1-dimethylethyl)amino)-methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(4-fluorophenyl)-3-(((3-(trifluoromethyl)phenyl)-sulfonyl)amino)propanamide;

(3R)-3-phenyl-N-((1R)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl) amino)propanamide;

(3R)-N-((1R)-6-((4-fluoro-1-piperidinyl)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)-sulfonyl)amino)propanamide;

(3R)-N-((1R)-5-((4,4-difluoro-1-piperidinyl)methyl)-2,3-dihydro-1H-inden-1-yl)-3-phenyl-3-(((3-(trifluoromethyl) phenyl)sulfonyl)amino)propanamide;

(3R)-N-((1R)-6-((cyclopentylamino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(4-fluorophenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl)-amino)propanamide;

(3R)-3-(4-fluorophenyl)-N-((1R)-6-(1-pyrrolidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl)-amino)propanamide;

(3R)-N-((1R)-6-((4,4-difluoro-1-piperidinyl)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)-sulfonyl)amino)propanamide;

(3R)-3-(methyl((3-(trifluoromethyl)phenyl)sulfonyl)amino)-3-phenyl-N-((1R)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)propanamide;

(3R)-3-(((5-chloro-3-methyl-1-benzothien-2-yl)sulfonyl)amino)-N-(6-(((1,1-dimethylethyl)amino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenylpropanamide;

(3R)-3-(((5-chloro-3-methyl-1-benzothien-2-yl)sulfonyl)amino)-3-phenyl-N-(6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)propanamide;

(3R)-N-((1R)-6-(3,6-dihydro-1(2H)-pyridinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)sulfonyl) amino)propanamide;

(3R)-3-(((5-chloro-1-benzothien-2-yl)sulfonyl)amino)-3-(6-(methyloxy)-3-pyridinyl)-N-((1R)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)propanamide;

(3R)-3-(6-(methyloxy)-3-pyridinyl)-N-((1R)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl) amino)propanamide;

(3S)-3-(4-fluorophenyl)-N-((1R)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl) amino)propanamide;

(3R)-3-(((3,4-dichlorophenyl)sulfonyl)amino)-N-((1R)-6-(((1,1-dimethylethyl)amino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenylpropanamide;

(3R)-N-((1R)-6-((cyclopentylamino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3,4-dichlorophenyl)sulfonyl)amino)-3-phenylpropanamide;

(3R)-3-(((3,4-dichlorophenyl)sulfonyl)amino)-N-((1R)-6-(((2-methylpropyl)amino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenylpropanamide;

(3R)-3-(((3,4-dichlorophenyl)sulfonyl)amino)-N-((1R)-6-(((1,1-dimethylethyl)amino)methyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenylpropanamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-(7-piperidin-1-ylmethyl-chroman-4-yl)-propionamide;

3-(4-Fluoro-phenyl)-N-(7-piperidin-1-ylmethyl-chroman-4-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-{7-[(2-methoxy-ethylamino)-methyl]-chroman-4-yl}-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-[6-(isobutylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-[6-(isopropylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-{6-[(2-methoxy-ethylamino)-methyl]-1,2,3,4-tetrahydro-naphthalen-1-yl}-propionamide;

N-[7-(tert-Butylamino-methyl)-chroman-4-yl]-3-(3,4-dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-propionamide;

N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3,4-dichloro-benzenesulfonylamino)-3-(4-fluoro-phenyl)-propionamide;

3-(4-Fluoro-phenyl)-N-[7-(isobutylamino-methyl)-chroman-4-yl]-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
N-[7-(tert-Butylamino-methyl)-chroman-4-yl]-3-(4-fluoro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
N-(6-Cyclobutylaminomethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(4-fluoro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
3-(4-Fluoro-phenyl)-N-[6-(isobutylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
3-(4-Fluoro-phenyl)-N-[6-(isopropylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
3-(4-Fluoro-phenyl)-N-{6-[(2-methoxy-ethylamino)-methyl]-1,2,3,4-tetrahydro-naphthalen-1-yl}-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
3-(4-Fluoro-phenyl)-N-(7-pyrrolidin-1-ylmethyl-chroman-4-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3-nitro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3-cyano-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
3-(4-tert-Butyl-benzenesulfonylamino)-N-(6-cyclobutylaminomethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(4-fluoro-phenyl)-propionamide;
3-(4-tert-Butyl-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-propionamide;
3-(4-tert-Butyl-benzenesulfonylamino)-3-(4-fluoro-phenyl)-N-[6-(isobutylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-propionamide;
N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(4-tert-butyl-benzenesulfonylamino)-3-(4-fluoro-phenyl)-propionamide;
3-(3-Fluoro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;
N-(6-Cyclopentylaminomethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3,4-dichloro-benzenesulfonylamino)-3-(3-fluoro-phenyl)-propionamide;
N-[7-(tert-Butylamino-methyl)-6-chloro-chroman-4-yl]-3-(4-fluoro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(4-Fluoro-phenyl)-N-[6-(4-fluoro-piperidin-1-ylmethyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(3-Chloro-phenyl)-3-(3,4-dichloro-benzenesulfonylamino)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-propionamide;

3-(3,4-Dichloro-benzenesulfonylamino)-3-(3-fluoro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-propionamide;

N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3,4-dichloro-benzenesulfonylamino)-3-(3-fluoro-phenyl)-propionamide;

N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(3,4-dichloro-benzenesulfonylamino)-3-(3-fluoro-phenyl)-propionamide;

N-{7-[(Cyclopropylmethyl-amino)-methyl]-chroman-4-yl}-3-(4-fluoro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

N-{6-[(Cyclopropylmethyl-amino)-methyl]-1,2,3,4-tetrahydro-naphthalen-1-yl}-3-(4-fluoro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

N-[7-(tert-Butylamino-methyl)-chroman-4-yl]-3-(2-chloro-5-trifluoromethyl-benzenesulfonylamino)-3-(4-fluoro-phenyl)-propionamide;

N-[6-(tert-Butylamino-methyl)-1,2,3,4-tetrahydro-naphthalen-1-yl]-3-(4-nitro-phenyl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(4-Chloro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(3,5-Dichloro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(2-Fluoro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

3-(4-Fluoro-phenyl)-N-(6-piperidin-1-ylmethyl-1,2,3,4-tetrahydro-naphthalen-1-yl)-3-(3-trifluoromethyl-benzenesulfonylamino)-propionamide;

(3R)-3-Phenyl-N-((4R)-7-(1-piperidinylmethyl)-3,4-dihydro-2H-chromen-4-yl)-3-(((3-(trifluoromethyl)phenyl)
sulfonyl)amino)propanamide;

(3R)-3-(((3,4-Dichlorophenyl)sulfonyl)amino)-3-phenyl-N-((4R)-7-(1-piperidinylmethyl)-3,4-dihydro-2H-chromen-4-yl)propanamide;

(3R)-3-(((3,4-Dichlorophenyl)sulfonyl)amino)-N-((4R)-7-(4-morpholinylmethyl)-3,4-dihydro-2H-chromen-4-yl)-3-phenylpropanamide;

(3R)-N-((4R)-7-(((1,1-Dimethylethyl)amino)methyl)-3,4-dihydro-2H-chromen-4-yl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-3-((2-Naphthalenylsulfonyl)amino)-3-phenyl-N-((1S)-6-(1-piperidinylmethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)propanamide;

(3R)-N-((4R)-1-Methyl-2,2-dioxido-7-(1-piperidinylmethyl)-3,4-dihydro-1H-2,1-benzothiazin-4-yl)-3-((2-naphthalenylsulfonyl)amino)-3-phenylpropanamide;

(3R)-3-((2-Naphthalenylsulfonyl)amino)-3-phenyl-N-((1S)-5-(1-piperidinylmethyl)-2,3-dihydro-1H-inden-1-yl)propanamide;

(3R)-N-((4R)-7-((4-Fluoro-1-piperidinyl)methyl)-3,4-dihydro-2H-chromen-4-yl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-N-((4R)-7-((4,4-Difluoro-1-piperidinyl)methyl)-3,4-dihydro-2H-chromen-4-yl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-3-(((3,4-dichlorophenyl)sulfonyl)amino)-3-phenyl-N-((1R)-6-(1-(1-piperidinylmethyl)ethenyl)-1,2,3,4-tetrahydro-1-naphthalenyl)propanamide;

(3R)-N-((1R)-6-(1-(((3S)-3-hydroxy-1-pyrrolidinyl)methyl)ethenyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenyl-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-3-phenyl-N-((1R)-6-(1-(1-pyrrolidinylmethyl)ethenyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-3-phenyl-N-((1R)-6-(1-(1-piperidinylmethyl)ethenyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-(((3-(trifluoromethyl)phenyl)sulfonyl)amino)propanamide;

(3R)-3-((hydroxy(oxido)(3-(trifluoromethyl)phenyl)-lambda~4~-sulfanyl)amino)-N-((1R)-6-((1R)-1-((2-methylpropyl)amino)ethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-phenylpropanamide; and

(3R)-N-((1R)-6-((1R)-1-((2-methylpropyl)amino)ethyl)-1,2,3,4-tetrahydro-1-naphthalenyl)-3-((2-naphthalenylsulfonyl)amino)-3-phenylpropanamide.

28-61. (Canceled).

62. (Currently Amended) A compound according to Claim 14 ~~18~~ wherein the C ring and the phenyl to which it is attached forms a chroman ring.